

THE TORONTO STOCK EXCHANGE TORONTO

BULLETIN NO. 8851
JANUARY 26, 1973

NEW LISTING

SIMCOE ERIE INVESTORS LIMITED

Application has been made for the listing in the Industrial category of 1,260,816 common shares without par value of which 274,497 shares are subject to issuance. The shares will be posted for trading at the opening on Tuesday, January 30th.

STOCK SYMBOL: SEV

POST SECTION: 11

Listing Statement No. 2599 is being prepared. The following is some of the information that will be in this Statement:-

INCORPORATED - under the laws of the Province of Ontario by articles of incorporation dated July 26, 1966 as Canadian Reserve Investors Limited. Articles of amendment filed by the Company on December 22, 1971 changed its authorized capital to 10,000,000 common shares without par value. Articles of amendment filed by the Company on October 6, 1972 consolidated the unissued 7,068,405 common shares into 1,413,681 unissued common shares and the issued 2,931,595 common shares into 586,319 issued common shares and changed the name of the Company to Simcoe Erie Investors Limited.

HEAD OFFICE - 786 King Street East, Hamilton, Ontario.

NATURE OF BUSINESS - The Company formed for the purpose of entering the insurance business as a holding company. It remained inactive until 1968 when it purchased 2,000 common shares of Reliable Life Insurance Company ("Reliable Life") for \$249,000 and obtained an option to purchase a further 1,000 common shares of Reliable Life. In June, 1969 the Company exercised its option by purchasing 1,000 common shares of Reliable Life for \$124,500. In December, 1969 the Company purchased the remaining 5,010 outstanding common shares of Reliable Life in exchange for 234,313 common shares of the Company. In August, 1971 the Company sold all of its shares of Reliable Life for \$1,053,750 cash.

In December, 1971 the Company purchased all of the outstanding common shares of Simcoe & Erie General Insurance Company ("Simcoe"), other than directors' qualifying shares, for a consideration consisting of \$299,800 cash, \$899,400 principal amount of 6% Convertible Debentures of the Company and 239,840 common shares of the Company. In December, 1971 the Company also purchased common shares from the treasury of Simcoe for \$700,200 cash and these funds were used by Simcoe to expand its business.

In addition to owning all the shares of Simcoe, the Company manages The Bay City Insurance Company ("Bay City") under a management contract.

OFFICERS -

President

- J. C. Stradwick, Jr., Burlington, Ontario, President and General Manager, Simcoe & Erie General Insurance Company;

Executive Vice-President

- A. T. Chmiel, Burlington, Ontario, Executive Vice-President, Reliable Life Insurance Company;

Secretary

- E. Dodd, Burlington, Ontario, Assistant Secretary-Treasurer Simcoe & Erie General Insurance Company;

Treasurer

- E. H. Swindall, Delhi, Ontario, Assistant General Manager, Simcoe & Erie General Insurance Company.

ITEM 157100

SIMCOE & BROS. INSURANCE COMPANY

Application has been made for the listing of the Insurance Company of
1,000,000 common shares without par value of which 274,457 shares are subject to
preference. The shares will be listed for trading on the opening on Tuesday, January 30th.

ST. JAMES - 2500 - 11

Listing Statement No. 1571 is being prepared. The following is some of the
information that will be in this Statement:

INCORPORATED - Under the laws of the Province of Ontario by articles of incorporation
dated July 26, 1966 as Canadian Insurance Broker Limited. Articles of incorporation
filed by the Company on December 22, 1971 changed the authorized capital to 10,000,000
common shares without par value. Articles of amendment filed by the Company on
October 6, 1972 converted the authorized 1,000,000 common shares into 1,111,551
unissued common shares and the issued 1,031,755 common shares into 281,117 common shares
and changed the name of the Company to Simcoe & Bros. Insurance Company.

HEAD OFFICE - 780 King Street East, Hamilton, Ontario

NATURE OF BUSINESS - The Company formed for the purpose of entering the insurance
business as a holding company. It received a license to sell life insurance in 1967 when it purchased
2,000 common shares of the Hamilton Insurance Company (Limited) for \$25,000.
It obtained an additional license to sell life insurance in 1971 when it purchased
in June 1969 the Company acquired the option to purchase 1,000 common shares of
Hamilton Life for \$125,000. In December 1969 the Company purchased the remaining
5,010 outstanding common shares of Hamilton Life in exchange for 234,117 common shares
of the Company. In August 1971 the Company sold all of the shares of Hamilton Life
for \$1,033,750 cash.

In December, 1971 the Company purchased all of the outstanding common shares
of Simcoe & Bros. General Insurance Company (Limited) for \$1,033,750 cash. This purchase, qualifying
shares for a consideration consisting of \$233,750 cash, \$800,000 principal amount of
6% Convertible Debentures of the Company and 233,840 common shares of the Company.
In December, 1971 the Company also purchased common shares from the treasury of
Simcoe for \$100,000 cash and these funds were used by Simcoe to expand its business.

In addition to owning all the shares of Simcoe, the Company manages the
Bay City Insurance Company (Bay City) under a management contract.

OFFICERS -

President
J. H. St. John, Jr., Burlington, Ontario
President and General Manager, Simcoe & Bros.
General Insurance Company
Executive Vice President
A. J. St. John, Burlington, Ontario, Executive
Vice President, Hamilton Life Insurance
Company
Secretary
J. H. St. John, Jr., Burlington, Ontario, Assistant
Secretary, Hamilton Life Insurance Company
Treasurer
J. H. St. John, Jr., Burlington, Ontario, Assistant
General Manager, Simcoe & Bros. General
Insurance Company.

DIRECTORS - Messrs. A. T. Chmiel, J.C. Stradwick, Jr. and the following:

J. T. Hamilton, Simcoe, Ontario, President, J. Thomas Hamilton, Limited;
 K. E. Jones, Simcoe, Ontario, President, Leitch-Gair & Company Limited;
 H. V. Kneale, Simcoe, Ontario, President, H. Vernon Kneale Limited;
 R. C. W. Mauran, Toronto, Ontario, President, Industrial Growth Management Limited;
 W. G. Smith, Delhi, Ontario, President, W. G. Smith Lumber Limited;
 J. C. Stradwick, Ancaster, Ontario, Independent Business Executive;
 W. L. Stradwick, Burlington, Ontario, Vice-President, Contract Sales, Stradwick Industries Ltd.;
 J. W. N. Thomas, Toronto, Ontario, Director, Midland-Osler Securities Limited,
 A. J. Van Heukelom, Delhi, Ontario, President, E. R. Adams Insurance Limited;
 M. McNeil Webb, Hamilton, Ontario, Vice-President, Conklin and Garrett Limited.

CAPITALIZATION AS AT JANUARY 15, 1973

SHARE CAPITAL	<u>AUTHORIZED</u>	<u>ISSUED AND OUTSTANDING</u>	<u>ALLOTTED SUBJECT TO ISSUE</u>	<u>TO BE LISTED</u>
Common Shares without par value	2,000,000	986,319	274,497	1,260,816
<u>FUNDED DEBT</u>				
6% Convertible Debentures	\$993,100.00	\$993,100.00	NIL	NIL

TRANSFER AGENT & REGISTRAR - Hamilton Trust and Savings Corporation
 Hamilton and Toronto.

RECENT UNDERWRITING - Pursuant to an agreement dated November 10, 1972, the Company sold and Midland-Osler Securities Limited (the "Underwriter") purchased 400,000 common shares of the Company offered by prospectus for an aggregate price of \$1,004,400.

USE OF PROCEEDS - The net proceeds received by the Company from the sale of the 400,000 common shares amounting to \$979,400., after the deduction of the Underwriters' discount and payment of expenses relating to the sale will be used as to \$800,000. to invest in the capital of Simcoe. The additional equity will enable Simcoe to expand the amount of its insurance in force thereby increasing its net premium income. The balance of such net proceeds amounting to \$179,400. will be used for general corporate purposes.

EARNINGS - (for Simcoe & Erie General
 Insurance company)
 for year ended December 31st
 1967 - \$238,506
 1968 - 56,972
 1969 - 150,720
 1970 - 162,878
 1971 - 192,466
 for 6 months ended June 30
 1972 - 161,950

DIVIDENDS - No dividends have been paid by the Company during its last five completed financial years. In the future, payment of dividends by the Company will be determined from time to time by the board of directors on the basis of the then prevailing financial circumstances, earnings and other relevant factors.

LISTED ON OTHER EXCHANGES - NONE

BY ORDER OF THE BOARD OF GOVERNORS

AILSA M. CURRIE
 Secretary

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INTERIM REPORT TO SHAREHOLDERS

FOR THE TWELVE MONTHS ENDED
DECEMBER 31, 1973

Simcoe Erie Investors Limited

Simcoe & Erie General Insurance Company

The Bay City General Insurance Company

Simcoe Bay Reinsurance Company Limited
of Bermuda

Sefco Limited

Robert Bradford of Canada Limited

Simcoe Erie Investors Limited

786 KING STREET EAST
HAMILTON, ONTARIO

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Simcoe Erie Investors Limited

FOR THE YEAR ENDED DECEMBER 31, 1973

**CONSOLIDATED
STATEMENT
OF EARNINGS
(Unaudited)**

	1973	1972
	\$	\$
GROSS PREMIUMS WRITTEN	<u>25,095,355</u>	<u>21,014,064</u>
INCREASE IN RESERVE FOR UNEARNED PREMIUMS	<u>305,632</u>	<u>(66,046)</u>
NET PREMIUMS EARNED	<u>9,006,433</u>	<u>7,129,538</u>
NET CLAIMS INCLUDING ADJUSTMENT EXPENSES	<u>5,710,669</u>	<u>4,301,672</u>
UNDERWRITING EXPENSES	<u>3,050,555</u>	<u>2,546,577</u>
	<u>8,761,224</u>	<u>6,848,249</u>
PROFIT FROM UNDERWRITING	<u>245,209</u>	<u>281,289</u>
OTHER INCOME (Net)	<u>893,519</u>	<u>615,065</u>
	<u>1,138,728</u>	<u>896,354</u>
TAXES ON INCOME	<u>560,170</u>	<u>367,612</u>
NET EARNINGS FOR THE PERIOD BEFORE MINORITY INTEREST	<u>578,558</u>	<u>528,742</u>
MINORITY INTEREST SHARE IN EARNINGS	<u>1,259</u>	<u>—</u>
NET EARNINGS FOR THE PERIOD	<u>577,299</u>	<u>528,742</u>
EARNINGS PER SHARE		
Basic	<u>.58</u>	<u>.54</u>
Fully diluted	<u>.48</u>	<u>.45</u>

The annual report, which will be mailed early in April, will contain audited financial statements together with details of the results of the operations of Simcoe Erie Investors Limited for the year 1973.

HAMILTON, ONTARIO

JOHN C. STRADWICK, JR.
PRESIDENT

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INTERIM REPORT TO SHAREHOLDERS

**FOR THE TWELVE MONTHS ENDED
DECEMBER 31, 1972**

**SIMCOE ERIE
INVESTORS LIMITED**

**786 KING STREET EAST,
HAMILTON, ONTARIO**

MARCH 12, 1973

**SIMCOE ERIE INVESTORS LIMITED
AND ITS SUBSIDIARY
CONSOLIDATED STATEMENT OF EARNINGS
FOR THE YEAR ENDED DECEMBER 31,1972**

NET PREMIUMS WRITTEN	7,063,492
DECREASE IN RESERVE FOR UNEARNED PREMIUMS	<u>66,046</u>
NET PREMIUMS EARNED	7,129,538
NET CLAIMS INCLUDING ADJUSTMENT EXPENSES	<u>4,301,672</u>
	<u>2,827,866</u>
UNDERWRITING EXPENSES	
Commissions	1,385,818
Premium taxes	122,373
Other	<u>1,038,386</u>
	<u>2,546,577</u>
PROFIT FROM UNDERWRITING OPERATIONS	<u>281,289</u>
OTHER INCOME AND EXPENSE	
Investment income	543,662
Management fee	99,376
Other	31,685
Debenture interest	<u>(59,658)</u>
	<u>615,065</u>
EARNINGS BEFORE INCOME TAXES	<u>896,354</u>
PROVISION FOR INCOME TAXES	
Current	363,412
Deferred	<u>4,200</u>
	<u>367,612</u>
NET EARNINGS FOR THE YEAR	<u>528,742</u>
EARNINGS PER SHARE BASED ON THE WEIGHTED MONTHLY AVERAGE OF SHARES OUTSTANDING (SEE NOTE)	
Basic81
Fully diluted61

NOTE

The increase on the volume of business written by the subsidiary during the year was permitted by the Board of Directors because of the anticipated receipt of funds in the last two months of the year. Consequently earnings per share based on the shares outstanding at the balance sheet date are presented as being more likely to give a fair comparison in future years.

EARNINGS PER SHARE BASED ON SHARES OUTSTANDING AT THE BALANCE SHEET DATE

Basic54
Fully diluted45

The annual report, which will be mailed early in April, will contain audited financial statements together with details of the results of the operations of Simcoe Erie Investors Limited for the year 1972.

HAMILTON, ONTARIO
MARCH 12, 1973

JOHN C. STRADWICK JR.
PRESIDENT